

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

JONATHAN X. FLAGG and
JACQUELINE ALVAREZ,

Plaintiffs,

- *against* -

SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP PENSION PLAN,

Defendant.

07 Civ. 7392 (PKC) (HBP)

TRANSMITTAL DECLARATION OF JAMES W. BROWN

For his Declaration pursuant to 28 U.S.C. § 1746, James W. Brown states:

1. I am a member of the Bar of this Court and Counsel of the firm of Skadden, Arps, Slate, Meagher & Flom LLP, attorneys for defendant Skadden, Arps, Slate, Meagher & Flom LLP Pension Plan (“Defendant”) in the above-captioned action.

2. I respectfully submit this Declaration to transmit to the Court the following documents referenced in the Memorandum of Law in Support of Defendant’s Motion to Dismiss, in Part, the First Amended Complaint, dated November 19, 2007:

Exhibit A: Plaintiffs’ First Amended Complaint, dated October 18, 2007;

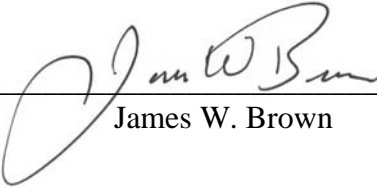
Exhibit B: Plan Document, as at January 1, 1994;

Exhibit C: 1992 SPD; and

Exhibit D: 1997 SPD.

3. I declare under penalty of perjury that the foregoing is true and correct.

Executed on: November 19, 2007



James W. Brown